

## Schedule 1 Copy of Trust Deed

### Preamble

To all to whom these presents shall come The Right Honourable Charles Baron Bledisloe of Lydney in the County of Gloucester in England Governor-General and Commander-in-Chief of the Dominion of New Zealand The Right Honourable Alina Kate Elaine Lady Bledisloe his wife (hereinafter together and respectively called “the Donors”) The Right Honourable George William Forbes of Cheviot Prime Minister of New Zealand The Honourable Mr Ethelbert Alfred Ransom of Dannevirke the Minister charged for the time being with the administration of the Scenery Preservation Act 1908 The Honourable Sir Apirana Turupa Ngata Knight Bachelor of Waioamatatini the Native Minister Kenneth Stuart Williams of Matahiia Sheepfarmer Riri Maihi Kawiti of Waioomio Settler Tau Henare of Motatau Settler Te Rata Mahuta of Waahi Settler Vernon Herbert Reed of Paihia Barrister at Law The Honourable Sir Robert Heaton Rhodes of Tai Tapu Knight Commander of the Royal Victorian Order The Right Honourable Sir Francis Henry Dillon Bell of Wellington a Member of His Majesty’s Most Honourable Privy Council and the Right Honourable Joseph Gordon Coates of Matakohe a Member of His Majesty’s Most Honourable Privy Council (all of whom including the Donors are hereinafter referred to as “the Trustees”) send greeting:

Whereas the Donors are registered as proprietors of an estate in fee-simple in all those pieces or parcels of land situate in the County of Bay of Islands and in the Kerikeri and Kawakawa Survey Districts containing by admeasurement one thousand and two acres and seven perches and three-tenths of a perch (1 002 acres and  $\frac{7}{10}$  perches) more or less being all the land comprised in Lots numbered respectively 2, 3, 5, and 6 in a plan lodged in the office of the District Land Registrar at Auckland under Number 24475 and being parts of Allotments numbered respectively 4 and 6 of the Parish of Waitangi in the North Auckland Land District:

And whereas the Donors are desirous of presenting and giving the said lands as a place of historic interest recreation enjoyment and benefit in perpetuity to the inhabitants of New Zealand:

And whereas it is intended that the said lands should be vested in the Trustees for the purposes aforesaid and that the Trustees should for the better administration thereof become incorporated under some general statute or by a special Act of Parliament and it is expedient that the trusts upon which the said lands are to be held by the Trustees or by such corporate body as aforesaid and the powers of the Trustees and of such corporate body as aforesaid should be declared in manner hereinafter appearing:

Now know ye by these presents and it is hereby declared in manner following that is to say:—

## Part I

### Incorporation and membership

#### 1 Power to obtain incorporation

The Trustees shall have power to seek and obtain either under some general statute or by a special Act of Parliament incorporation as a corporate body or board of trustees (hereinafter referred to as “the Board”).

#### 2 First members

The first members of the Board shall be the Trustees or the survivors of them at the time of incorporation.

#### 3 Life members

*[Repealed]*

Schedule 1 clause 3: repealed, on 24 November 2015, by section 9 of the Waitangi National Trust Board Amendment Act 2015 (2015 No 115).

#### 4 Nominated members

The nominated members of the Board shall consist of 2 members of the House of Representatives appointed under section 4B of the Waitangi National Trust Board Act 1932.

Schedule 1 clause 4: replaced, on 24 November 2015, by section 9 of the Waitangi National Trust Board Amendment Act 2015 (2015 No 115).

#### 5 Honorary patron

The Governor-General shall, at his or her pleasure, be an honorary patron of the trust.

Schedule 1 clause 5: replaced, on 24 November 2015, by section 9 of the Waitangi National Trust Board Amendment Act 2015 (2015 No 115).

#### 6 Succession of *ex officio* members

*[Repealed]*

Schedule 1 clause 6: repealed, on 24 November 2015, by section 9 of the Waitangi National Trust Board Amendment Act 2015 (2015 No 115).

#### 7 Representative members

The following shall be deemed representative members of the Board in the capacities in which they are hereunder described:—

- (i) The said Kenneth Stuart Williams, as a member of the family of the late Archdeacon Henry Williams:
- (ii) The said Riri Maihi Kawiti, as a member chosen from the Hone Heke and Maihi Kawiti and Tamati Waka Nene and Pomare families:
- (iii) The said Tau Henare as a representative of the Maori people living in the North Auckland Peninsula:

- (iv) The said Te Rata Mahuta, as a representative of the Maori people living in the North Island south of the City of Auckland:
- (v) The said Vernon Herbert Reed, as a representative of the Pakeha residents of the Bay of Islands district:
- (vi) The said Sir Robert Heaton Rhodes, as a representative of the people, Pakeha and Maori, living in the South Island:
- (vii) The said Sir Francis Henry Dillon Bell, as a representative of the family of the late Edward Gibbon Wakefield:
- (viii) The said Joseph Gordon Coates, as a person prominent in the life of the country as a statesman.

### **8 Terms of office of representative member**

- (1) A representative member holds office for a term of 3 years unless the member's position becomes vacant at an earlier date under subclause (2).
- (2) A representative member's term in office ends, and the position of that member becomes vacant, if he or she—
  - (a) becomes bankrupt:
  - (b) becomes a person prohibited from being a director or promoter of, or being concerned or taking part in the management of, an incorporated or unincorporated body under any of the following:
    - (i) Companies Act 1993:
    - (ii) Securities Act 1978:
    - (iii) Securities Markets Act 1988:
    - (iv) Takeovers Act 1993:
  - (c) becomes subject to a property order under section 31 of the Protection of Personal and Property Rights Act 1988:
  - (d) is convicted of an offence punishable by imprisonment for a term of 1 year or more:
  - (e) is sentenced to imprisonment for any offence:
  - (f) resigns in writing to the Chairman:
  - (g) is absent without leave of the Board from 3 consecutive Board meetings:
  - (h) dies.
- (3) Except where a representative member's position becomes vacant under subclause (2), the representative member continues in office after the expiry of his or her term in office until a successor is appointed (or the member is reappointed) under clause 9.

Schedule 1 clause 8: replaced, on 24 November 2015, by section 9 of the Waitangi National Trust Board Amendment Act 2015 (2015 No 115).

## **9 Succession to representative members**

Whenever the position on the Board of a representative member so becomes vacant the Board shall, as soon as circumstances conveniently permit, by resolution duly passed at a meeting specially called for the purpose and confirmed at a subsequent meeting, appoint another person who in the opinion of the Board is qualified for the particular representative position to be filled to be a representative member of the Board in the place of the member whose position has become vacant as aforesaid.

### **9A Eligibility to be representative member**

A person is ineligible to be a representative member if he or she—

- (a) is an undischarged bankrupt:
- (b) is a person who is prohibited from being a director or promoter of, or being concerned or taking part in the management of, an incorporated or unincorporated body under any of the following:
  - (i) Companies Act 1993:
  - (ii) Securities Act 1978:
  - (iii) Securities Markets Act 1988:
  - (iv) Takeovers Act 1993:
- (c) is subject to a property order under section 31 of the Protection of Personal and Property Rights Act 1988:
- (d) has been convicted of an offence punishable by imprisonment for a term of 1 year or more, or has been sentenced to imprisonment for any other offence, unless that person has obtained a pardon, served the sentence, or otherwise suffered the penalty that was imposed:
- (e) has served as a representative member for 9 or more years.

Schedule 1 clause 9A: inserted, on 24 November 2015, by section 9 of the Waitangi National Trust Board Amendment Act 2015 (2015 No 115).

## **10 Succession to Joseph Gordon Coates**

Upon a vacancy in the position first held by the said Joseph Gordon Coates such position shall be filled by the appointment of a person who in the opinion of the Board is a person prominent in the life of the country as a statesman, historian, archaeologist, natural historian, or otherwise.

Schedule 1 clause 10 heading: inserted, on 24 November 2015, by section 9 of the Waitangi National Trust Board Amendment Act 2015 (2015 No 115).

## **11 Validation of proceedings during vacancy or irregular membership**

Subject to the next succeeding clause hereof, no act or proceeding of the Board or of any person acting as a member of the Board shall be invalidated in consequence of there being a vacancy in the membership of the Board at the time of such act or proceeding, or by reason of the fact that there was some defect in

the appointment of any person so acting, or that any person purporting to act as a member of the Board was not qualified so to act.

**12 Vacancies to be filled**

If the number of representative members should at any time fall below four, then the Board shall not exercise any of the powers hereby conferred upon it, save the power of making appointments to membership of the Board and any ancillary powers:

Provided always that no person dealing or contracting with the Board or taking any assurance from the Board shall be affected by the provisions of this clause or be affected by any notice or information as to the number of members of the Board.

Schedule 1 clause 12: amended, on 24 November 2015, by section 9 of the Waitangi National Trust Board Amendment Act 2015 (2015 No 115).

**Part II  
Powers and objects**

**13 Trust of lands**

The said lands, when assured or vested as hereinafter provided, shall be held by the Board under the name of The Waitangi National Trust upon trust as a place of historic interest, recreation, enjoyment, and benefit for the people of the Dominion of New Zealand.

**14 Vesting of lands**

The Board shall have power to accept an assurance of the said lands or otherwise to procure the said lands to be vested in the Board.

**15 General powers**

The Board in furtherance of the purposes and objects of the trust may—

- (i) Repair, rehabilitate, add to, and maintain the house on the said lands of the late James Busby, at one time British Resident:
- (ii) Erect or build or permit the erection or building of any monuments, statuary, museum, art-gallery, library, baths, ornamental or other buildings which in the opinion of the Board are consistent with the purposes of the trust:
- (iii) Lay out, enclose, and plant the said lands or any part of them, and form or establish and thereafter maintain lakes fisheries, and sanctuaries for birds and other animals:
- (iv) Lay out and equip golf-courses, bowling-greens, tennis-courts, and any other areas as recreation-grounds on the said lands, and make such rules, regulations, and conditions as may be deemed necessary for the manage-

ment and control, playing privileges and charges, and other matters pertaining to the said recreation-grounds:

- (v) Accept transfers of, or give and take in exchange, land or buildings, and accept moneys raised by subscription or otherwise, furniture, portraits, manuscripts, books, live or dead stock, birds, or other animals, or any article of value or of interest (historic or otherwise), and apply such lands, moneys, or articles for the purpose of the trust:

Provided always that the power of giving land in exchange hereby conferred shall not authorize the alienation of lands exceeding in the aggregate of all such transactions one-sixth part by area of the lands hereinbefore described:

- (vi) Erect or build hostels for the accommodation of guests and from time to time equip, furnish, and conduct the same, and make rules, regulations, conditions of tenure, and other terms for the control and management of any such hostel:
- (vii) Lease any buildings at any time erected on lands vested in the Board and the sites and curtilages thereof, with or without the furniture and equipment thereof, and any lands capable of being used in connection therewith as hostels for the accommodation of guests:
- (viii) Construct, build, purchase, or otherwise acquire works for the generation, distribution, and consumption of electrical energy derived from water-power or in any other way, or otherwise obtain electrical energy for the use of the trust property and buildings, and dispose of any surplus electrical energy upon such terms and conditions as the Board deems fit:
- (ix) Sink wells, construct or instal water-dams or culverts, or otherwise make provision for the supply of water for domestic, farm, or other requirements:
- (x) Farm the said lands or any part of them in such manner as the Board deems fit, and for such purpose, *inter alia*, erect or remove such fences and buildings as may be considered necessary:
- (xi) Erect and maintain, or contribute towards the erection or maintenance of, roads, bridges, wharves, reclamations, embankments, or other construction works on the said lands or sea or river adjoining the said lands:
- (xii) Grant by public auction or tender, or by private contract, leases or licenses of such parts of the said lands as the Board shall think fit from year to year, or for any term less than a year, or for a term not exceeding twenty-one years, upon such conditions as to improvements, compensation for improvements, management, or otherwise howsoever as the Board in its discretion shall think fit, and to accept surrenders of any such leases or licenses, and to enter into contracts of agistment for any such period as aforesaid:

- (xiii) Enter into contracts for the execution or maintenance of any works or the carrying-out of any powers hereinbefore set out which involve capital expenditure or maintenance expenditure with all the powers in that behalf of an absolute owner:
- (xiv) Appoint, employ, and retain, and from time to time in terms of any contract remove and replace secretaries, curators, farm-managers, hostel-managers, stewards, accountants, clerks, and other servants and workmen, and architects, engineers, solicitors, and other professional advisers and consultants:
- (xv) Delegate to any responsible person all or any of the powers of management of the trust property, or any part thereof hereinbefore set out, without being liable for any loss occasioned by the acts or defaults of the person to whom such powers are delegated:
- (xvi) Apply for and promote legislation for the furtherance of any of the purposes of these presents, or for compelling the observance of any by-laws, orders, or regulations with respect to the trust property, or for punishing the non-observance thereof:
- (xvii) From time to time appoint expert advisory committees for the purpose of furnishing the Board with expert or technical advice in relation to Maori life and customs and to archaeological, artistic, agricultural, pastoral, forestal, geological, botanical, recreational, or other matters incidental to the use, development, improvement, or equipment of the trust property, and to determine such appointment or appointments as to the Board may seem meet:
- (xviii) pay the actual and reasonable costs of travel, accommodation, and meals incurred by any member of the Board in travelling from or to his or her usual place of residence to or from a meeting of the Board.

Schedule 1 clause 15(xviii): replaced, on 24 November 2015, by section 9 of the Waitangi National Trust Board Amendment Act 2015 (2015 No 115).

## **16 Trusts of revenue**

All moneys received by the Board by way of revenue shall be applied in managing, administering, and improving the trust property and generally in carrying into execution the purposes and objects of these presents in such manner as the Board in its absolute discretion may think fit, and, pending disbursement thereof, may be accumulated by the Board (so far as legally may be) by investment in such securities as are permitted to trustees by the law for the time being in force.

## **17 Exclusion of public**

For the better government, regulation, management, and control by the Board of the trust property the Board may wholly or partially close the said lands and buildings or any part thereof when and as the Board from time to time may

think fit; and, notwithstanding anything contained in these presents, no person shall be entitled to be admitted to or to use the said lands, buildings, and premises without the permission of the Board, or against the will of the Board, or contrary to the desire, instructions, directions, or regulations of the Board; and, without limiting the general powers hereby conferred, the Board may refuse to allow any person whom the Board may consider objectionable or undesirable to enter or come, or be or remain in or upon, or to use any of the aforesaid lands, buildings, and premises, or any part of the trust property; and the Board may, if and when in its absolute and uncontrolled discretion it thinks proper, expel and exclude, or cause to be expelled and excluded, any person or persons therefrom.

### **Part III**

#### **Meetings and procedure**

#### **18 Meetings**

The Board shall hold meetings at such times and places as the Board may from time to time decide, or it may at any time delegate to one or more of its members the power to call meetings and fix the place and time thereof.

#### **19 Annual meeting**

The Board shall hold an annual meeting as soon as conveniently may be after the annual date on which the books of account are to be closed, and shall thereat consider the audited accounts of the trust and conduct a periodic survey of the affairs of the trust.

#### **20 Chairman**

The Board shall, as soon as conveniently may be, elect from among its members a Chairman and Deputy Chairman, who shall hold office till the close of the annual meeting held next after the meeting at which they are elected, and shall at every annual meeting proceed to the election of a Chairman and Deputy Chairman.

**21** At every meeting of the Board the Chairman or in his absence the Deputy Chairman shall preside, and in the absence of both of them the members present shall choose one of their number to preside, and in the case of an equality of votes the person presiding shall, in addition to a deliberative vote, have a second or casting vote.

#### **22 Proxies**

Any member of the Board absent from a meeting may in writing given either generally or for a particular meeting or for a particular matter appoint any other member of the Board to cast a vote on his behalf at a meeting of the Board.

**23 Minutes**

The Board shall cause minutes to be kept of all its meetings and proceedings in relation to the trust premises, and the production of any minute so recorded purporting to be signed in confirmation thereof by the Chairman, Deputy Chairman, or other member presiding at a meeting at which such minute was confirmed shall be *prima facie* evidence, whether in favour of the Board or of any other person, of the correctness of the record contained therein, and that the matter referred to therein was authorized, done, or passed by the Board.

**24 Standing orders**

Subject to the foregoing provisions, the Board may from time to time, by resolution, make provision for the conduct of its meetings, the fixing of a quorum for business or any class of business, the regulation of its proceedings, and generally for all matters affecting its administration of the trust property.

**25 Accounts**

The Board shall cause proper books of account to be kept for all matters relating to the trust property.

**26 Annual balance**

The Board shall from time to time appoint an annual date for the closing of the books of account, and prepare a statement of the revenue and expenditure of the trust for the year then closed and a balance-sheet of the assets and liabilities of the trust at the end of such year.

**27 Audit**

The Board shall procure its books of account and the aforesaid annual statement of revenue and expenditure and balance-sheet of assets and liabilities to be audited by a qualified Auditor, whose report shall be laid before the annual meeting of the Board, together with the said accounts.

**28 Headings and marginal notes excluded**

The headings prefixed and marginal notes affixed to the clauses hereof, being intended solely for convenience of reference, shall not be deemed part hereof or in any way control or affect the interpretation hereof.

In witness whereof these presents have been executed this 18th day of November, one thousand nine hundred and thirty-two (1932).

Signed by the Right Honourable Charles, Baron Bledisloe, in the presence of—Albert Cecil Day, Official Secretary to the Governor-General, Wellington.	} BLEDISLOE
Signed by the Right Honourable Alina Kate Elaine, Lady Bledisloe, in the presence of—Albert Cecil Day, Official Secretary to the Governor-General, Wellington.	} ELAINE BLEDISLOE
Signed by the Right Honourable George William Forbes, in the presence of—H D Montague, Secretary, Wellington.	} GEO W FORBES
Signed by the Honourable Mr Ethelbert Alfred Ransom, in the presence of—N E Hutchings, Private Secretary, Wellington.	} E A RANSOM
Signed by the Honourable Sir Apirana Turupa Ngata, in the presence of—H D Montague, Secretary, Wellington.	} A T NGATA
Signed by the said Kenneth Stuart Williams, in the presence of—H D Montague, Secretary, Wellington.	} K S WILLIAMS
Signed by the said Riri Maihi Kawiti, in the presence of—C F C Miller, Solicitor, Kawakawa, Bay of Islands.	} RIRI MAIHI KAWITI
Signed by the said Tau Henare, in the presence of—H D Montague, Secretary, Wellington	} TAU HENARE
Signed by the said Te Rata Mahuta, in the presence of—F Auld, Postmaster, Huntly.	} TE RATA MAHUTA
Signed by the said Vernon Herbert Reed, in the presence of—C F C Miller, Solicitor, Kawakawa, Bay of Islands.	} VERNON H REED
Signed by the Honourable Sir Robert Heaton Rhodes, in the presence of—H D Montague, Secretary, Wellington	} R HEATON RHODES
Signed by the Right Honourable Sir Francis Henry Dillon Bell, in the presence of—H D Montague, Secretary, Wellington	} F H D BELL
Signed by the Right Honourable Joseph Gordon Coates, in the presence of—H D Montague, Secretary, Wellington	} J G COATES